

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:)	Chapter 11
)	
SOUTHERN FOODS GROUP, LLC, <i>et al.</i> ,)	Case No. 19-36313 (DRJ)
)	
Debtors. ¹)	Jointly Administered
)	
)	

**SECOND MONTHLY FEE STATEMENT OF NORTON ROSE FULBRIGHT US
LLP FOR ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED
AND REIMBURSEMENT OF EXPENSES INCURRED AS COUNSEL TO THE
DEBTORS AND DEBTORS IN POSSESSION FOR THE PERIOD FROM
JANUARY 1, 2020 THROUGH JANUARY 31, 2020**

Name of applicant:	Norton Rose Fulbright US LLP
Role in case:	Co-Counsel to the Debtors
Date of retention:	February 20, 2020, <i>nunc pro tunc</i> to November 12, 2019
Period covered:	January 1, 2020 through January 31, 2020
Fees incurred:	\$126,006.00
20% holdback:	\$25,201.20

¹ The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective Employer Identification Numbers, are as follows: Southern Foods Group, LLC (1364); Dean Foods Company (9681); Alta-Dena Certified Dairy, LLC (1347); Berkeley Farms, LLC (8965); Cascade Equity Realty, LLC (3940); Country Fresh, LLC (6303); Dairy Information Systems Holdings, LLC (9144); Dairy Information Systems, LLC (0009); Dean Dairy Holdings, LLC (9188); Dean East II, LLC (9192); Dean East, LLC (8751); Dean Foods North Central, LLC (7858); Dean Foods of Wisconsin, LLC (2504); Dean Holding Company (8390); Dean Intellectual Property Services II, Inc. (3512); Dean International Holding Company (9785); Dean Management, LLC (7782); Dean Puerto Rico Holdings, LLC (6832); Dean Services, LLC (2168); Dean Transportation, Inc. (8896); Dean West II, LLC (9190); Dean West, LLC (8753); DFC Aviation Services, LLC (1600); DFC Energy Partners, LLC (3889); DFC Ventures, LLC (4213); DGI Ventures, Inc. (6766); DIPS Limited Partner II (7167); Franklin Holdings, Inc. (8114); Fresh Dairy Delivery, LLC (2314); Friendly's Ice Cream Holdings Corp. (7609); Friendly's Manufacturing and Retail, LLC (9828); Garelick Farms, LLC (3221); Mayfield Dairy Farms, LLC (3008); Midwest Ice Cream Company, LLC (0130); Model Dairy, LLC (7981); Reiter Dairy, LLC (3675); Sampson Ventures, LLC (7714); Shenandoah's Pride, LLC (2858); Steve's Ice Cream, LLC (6807); Suiza Dairy Group, LLC (2039); Tuscan/Lehigh Dairies, Inc. (6774); Uncle Matt's Organic, Inc. (0079); and Verifine Dairy Products of Sheboygan, LLC (7200). The debtors' mailing address is 2711 North Haskell Avenue, Suite 3400, Dallas, TX 75204.

Total fees incurred less 20% holdback:	\$100,804.80
Expenses incurred:	\$6,165.58
Total fees (80%) and expenses (100%) due:	\$106,970.38
Blended rate in this application for all attorneys:	\$817.04
Blended rate in this application for all timekeepers:	\$817.04

1. Pursuant to sections 327, 330 and 331 of title 11 of the United States Code (the “Bankruptcy Code”), Rule 2016 of the Federal Rules of Bankruptcy Procedure (the “Bankruptcy Rules”), and Rule 2016-1 of the Bankruptcy Local Rules for the Southern District of Texas (the “Bankruptcy Local Rules”), the *Order Granting Debtors’ Application for Entry of an Order Pursuant to 11 U.S.C. §§ 327(a), 330, and 1007(b), Fed. R. Bankr. P. 2014 and 2014, and Local Rule 2014-1 Authorizing Retention and Employment of Norton Rose Fulbright US LLP as Co-Counsel to the Debtors Nunc Pro Tunc to the Petition Date* [Dkt. No. 961], and the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* [Dkt. No. 580] (the “Interim Compensation Order”), the law firm of Norton Rose Fulbright US LLP (“NRF”), co-counsel for Southern Foods Group, LLC, Dean Foods Company, and certain of their affiliates, as debtors and debtors in possession (collectively, the “Debtors”), hereby files this monthly fee statement (the “Monthly Fee Statement”) for (a) compensation in the amount of \$100,804.80 for the reasonable and necessary legal services NRF rendered to the Debtors from January 1, 2020 through and including January 31, 2020 (the “Compensation Period”) (80% of \$126,006.00) and (b) reimbursement for 100% of the actual and necessary expenses that NRF incurred, in the amount of \$6,165.58 during the Compensation Period.

Services Rendered and Disbursements Incurred

2. Attached as **Exhibit A** is a billing summary of NRF professionals and paraprofessionals by individual, setting forth the (a) name and title of each individual who performed services during the Compensation Period, (b) aggregate time expended by each such individual, (c) hourly billing rate for each such individual, and (d) amount of fees earned by each NRF professional and paraprofessional.
3. Attached as **Exhibit B** is a summary of hours and fees by task code.
4. Attached as **Exhibit C** is a summary of reimbursement sought by expense type for all expenses for the Compensation Period incurred in connection with the performance of professional services.
5. Attached as **Exhibit D** is NRF's itemized time records of its professionals and paraprofessionals and itemized records of reimbursement sought for the Compensation Period.

Reservations

6. This Monthly Fee Statement includes all the information and supporting detail regarding fees and expenses available to NRF at the time of the filing of this Monthly Fee Statement. If additional information and supporting detail in connection with this Compensation Period should become available, as a result of delays in accounting processing or an inadvertence with respect to time entered in the accounting system, or any other valid reason, NRF reserves the right to make an application to the Court for an allowance of such fees and expenses not included in this Monthly Statement.

Notice

7. Pursuant to the Interim Compensation Order, notice of this Fee Statement shall be served upon:

- (a) the Debtors (Attn: Kristy Waterman, kristy_waterman@deanfoods.com, Senior Vice President and General Counsel);
- (b) counsel to the Debtors, Davis Polk & Wardwell LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Brian M. Resnick, brian.resnick@davispolk.com, Steven Z. Szanzer, steven.szanzer@davispolk.com, Nate Sokol, nathaniel.sokol@davispolk.com, and Daniel E. Meyer, daniel.meyer@s.davispolk.com);
- (c) counsel to the Committee (Attn: Marty L. Brimmage, Jr., mbrimmage@akingump.com, Philip C. Dublin, pdublin@akingump.com, Meredith A. Lahaie, mlahaie@akingump.com, and Joanna Newdeck, jnewdeck@akingump.com);
- (d) the U.S. Trustee, 515 Rusk Street, Suite 3516, Houston, Texas 77002 (Attn: Stephen D. Statham and Hector Duran Jr.); and
- (e) White & Case LLP (Attn: Philip Abelson, philip.abelson@whitecase.com), as counsel to Coöperatieve Rabobank U.A., New York Branch, the administrative agent under Debtors' prepetition receivables purchase agreement, administrative agent under the Debtors' prepetition secured revolving credit facility, and administrative agent under the Debtors' proposed post-petition financing facility.

WHEREFORE, NRF, in connection with services rendered on behalf of the Debtors, respectfully requests (a) allowance of compensation and reimbursement in the amount of (i) \$100,804.80 for reasonable and necessary professional services rendered (80% of \$126,006.00) and (ii) \$6,165.58 for 100% of actual and necessary costs and expenses incurred

during the Compensation Period, for a total of \$106,970.38 and (b) payment of the forgoing sums.

Dated: February 28, 2020

Respectfully submitted,

NORTON ROSE FULBRIGHT US LLP

/s/ William R. Greendyke

William R. Greendyke (SBT 08390450)

Jason L. Boland (SBT 24040542)

Robert B. Bruner (SBT 24062637)

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Counsel to the Debtors and Debtors in Possession

EXHIBIT A
COMPENSATION BY PROFESSIONAL
JANUARY 1, 2020 THROUGH JANUARY 31, 2020

Name of Professional Individual	Position	Department	Year Admitted	Hourly Billing Rate	Total Hours Billed	Total Compensation
William R. Greendyke	Partner	Financial Restructuring & Insolvency	1979	\$1,115.00	16.9	\$18,843.50
Jason L. Boland	Partner	Financial Restructuring & Insolvency	2003	\$880.00	28.4	\$24,992.00
Robert B. Bruner	Senior Associate	Financial Restructuring & Insolvency	2009	\$805.00	83.3	\$67,056.50
Julie Goodrich Harrison	Associate	Financial Restructuring & Insolvency	2014	\$605.00	18.8	\$11,374.00
Shivani Shah	Associate	Financial Restructuring & Insolvency	2016	\$550.00	6.8	\$3,740.00
TOTAL					154.2	\$126,006.00

EXHIBIT B
COMPENSATION BY PROJECT CATEGORY
JANUARY 1, 2020 THROUGH JANUARY 31, 2020

Project Category	Total Hours	Total Fees
B110: Case Administration	3.2	\$2,964.00
B130: Asset Disposition	6.3	\$5,231.00
B140: Relief from Stay and Adequate Protection Proceedings	22.7	\$19,137.00
B150: Meetings of and Communications with Creditors	9.0	\$7,675.50
B160: Employment and Fee Applications	39	\$31,962.50
B170: Employment and Fee Objections	0.4	\$446.00
B185: Assumption and Rejection of Leases and Contracts	9.7	\$7,989.50
B190: Other Contested Matters	7.0	\$5,578.50
B210: Business Operations	31.3	\$24,616.00
B220: Employee Benefits and Pensions	13.8	\$11,161.00
B230: Financing and Cash Collateral	2.1	\$1,750.50
B310: Claims Administration and Objections	9.7	\$7,494.50
TOTAL	154.2	\$126,006.00

EXHIBIT C
EXPENSE SUMMARY
JANUARY 1, 2020 THROUGH JANUARY 31, 2020

DISBURSEMENT SUMMARY	
Description	Amount
Courier	\$17.36
Photocopying (black and white)	\$6,431.85
Transcript	\$237.60
Travel Expenses - Local	\$46.03
TOTAL	\$6,165.58

EXHIBIT D
TIME DETAIL

Date	Timekeeper	Task Code	Hours	Fees	Narrative
01/02/2020	Bob Bruner	B110	0.10	\$ 80.50	Communications with Davis Polk regarding December hearing transcript (.1).
01/03/2020	Julie Goodrich Harrison	B110	0.10	\$ 60.50	Confer with Y. Liu and A. Falk regarding hearing transcript.
01/04/2020	Jason L. Boland	B110	0.10	\$ 88.00	Emails regarding hearing transcript.
01/06/2020	Bob Bruner	B110	0.10	\$ 80.50	Communications with Davis Polk team regarding omnibus hearing dates and related calendar issues.
01/07/2020	Julie Goodrich Harrison	B110	0.10	\$ 60.50	Confer with K. Mailloux regarding returned mail notices and creditor addresses.
01/07/2020	William Greendyke	B110	0.50	\$ 557.50	Multiple items of correspondence with Epiq team regarding potential noticing deficiencies for Dean cases.
01/08/2020	Jason L. Boland	B110	0.20	\$ 176.00	Review and analyze correspondence concerning upcoming dates and deadlines and related action items (.2).
01/08/2020	Bob Bruner	B110	0.20	\$ 161.00	Analysis of case calendar (.2).
01/08/2020	Bob Bruner	B110	0.20	\$ 161.00	Analysis of deadlines affected by legal holidays (.1); and communications with Nate Sokol regarding the same (.1).
01/09/2020	William Greendyke	B110	0.20	\$ 223.00	Correspond with Epiq regarding noticing issues.
01/10/2020	Bob Bruner	B110	0.20	\$ 161.00	Conference with Nate Sokol regarding omnibus hearing dates and related scheduling issues (.1); and attention to communications with EPIQ regarding publication of omnibus hearing dates (.1).
01/14/2020	Jason L. Boland	B110	0.20	\$ 176.00	Analysis of correspondence from N. Sokol regarding weekly action items and deadlines and consider same (.2).
01/18/2020	Bob Bruner	B110	0.20	\$ 161.00	Communications with Judge's Chambers regarding January 22 settings (.1); and follow-up communications with Dan Thomson regarding agreed continuances of matters set for hearing on January 22nd (.1).
01/22/2020	Julie Goodrich Harrison	B110	0.10	\$ 60.50	File pro hac application.
01/24/2020	William Greendyke	B110	0.50	\$ 557.50	Tend to case administrative matters.
01/29/2020	William Greendyke	B110	0.10	\$ 111.50	Correspond with Epic with regard to noticing issues.
01/31/2020	Jason L. Boland	B110	0.10	\$ 88.00	Emails with case manager regarding scheduling (.1).
TOTAL FOR B110			3.20	\$ 2,964.00	

01/03/2020	Bob Bruner	B130	0.40	\$ 322.00	Communications with Nate Sokol regarding non-core asset sale motion (.2); and analysis of prior motion and order (.2).
01/06/2020	Jason L. Boland	B130	0.20	\$ 176.00	Analysis of message from A. Zarron and call with A. Zarron regarding potential interest in acquisition of real estate in Florida (.2).
01/07/2020	Bob Bruner	B130	0.20	\$ 161.00	Analysis of inquiry regarding de minimis asset sale (.1); and communications with Nate Sokol and Dan Meyer regarding the same (.1).
01/08/2020	Bob Bruner	B130	0.10	\$ 80.50	Attention to follow-up communications with Davis Polk regarding de minimis asset sale inquiry.

01/09/2020	Bob Bruner	B130	0.10	\$ 80.50	Attention to communications regarding interest in asset purchase.
01/13/2020	Bob Bruner	B130	1.20	\$ 966.00	Further analysis of Braesleton sale motion and "Break-Out calculation" (1.0); and multiple communications with Nate Sokol and Dan Meyer regarding the same (.2);
01/14/2020	Bob Bruner	B130	1.50	\$ 1,207.50	Review and revise motion to approve Braseleton sale and proposed order for the same (1.4); and communications with Nate Sokol and Dan Meyer regarding the same (.1).
01/24/2020	William Greendyke	B130	0.20	\$ 223.00	Receive, review and respond to correspondence from vendor principal and correspond with Evercore regarding same.
01/24/2020	Jason L. Boland	B130	0.20	\$ 176.00	Emails with J. Jansen regarding inquiry regarding San Antonio plan and real estate and follow up emails regarding same (.2).
01/26/2020	Bob Bruner	B130	0.80	\$ 644.00	Review and revise response to Committee's Rule 2004 request (.7); and communications with Davis Polk team regarding the same (.1).
01/27/2020	Bob Bruner	B130	0.50	\$ 402.50	Further research regarding Rule 2004-1 requirements (.3); and communications with Elliot Moskowitz regarding the same (.2).
01/29/2020	Jason L. Boland	B130	0.20	\$ 176.00	Analysis of discussion regarding potential sale transaction with purchaser (.2).
01/29/2020	Jason L. Boland	B130	0.10	\$ 88.00	Emails with Julie M. Raviv regarding San Antonio plant (.1).
01/30/2020	Jason L. Boland	B130	0.60	\$ 528.00	Analysis of correspondence from N. Sokol regarding de minimis auction/sale matters, consider same and review prior de minimis asset order and call with N. Sokol regarding same (.4); various emails with J. Raviv regarding San Antonio plant and follow up emails regarding same (.2).
TOTAL FOR B130			6.30	\$ 5,231.00	

01/03/2020	William Greendyke	B140	0.20	\$ 223.00	Receive and review adequate assurance demand from utility and correspond with Alvarez & Marsal regarding same.
01/06/2020	Julie Goodrich Harrison	B140	0.10	\$ 60.50	Analysis of communications regarding stay motion.
01/06/2020	Bob Bruner	B140	0.60	\$ 483.00	Analysis of local rules regarding stay motion requirements and response deadlines (.1); communications with Nate Sokol regarding the same (.1); and analysis of motions to lift stay (.4).
01/06/2020	Jason L. Boland	B140	1.30	\$ 1,144.00	Analysis of follow up correspondence from B. Kilmer regarding deposition request and email with DPW team regarding same (.2); review local rules and Section 362 language regarding preliminary and final hearings and various follow up emails regarding same (.5); call with B. Bruner regarding Nash matter (.1); analysis of Westchester notice of hearing on stay motion (.1); various follow up emails regarding Nash stay matters with DPW litigation team (.4).
01/06/2020	William Greendyke	B140	0.30	\$ 334.50	Receive and review multiple items of correspondence from counsel for Nash Foods related to lift stay motion and motion to compel rejection and review and analyze said motions and send comments to Jason Boland.
01/06/2020	William Greendyke	B140	0.30	\$ 334.50	Receive, review and respond to questions from DPW team regarding 362 motion procedures.

01/07/2020	Bob Bruner	B140	0.70	\$ 563.50	Communications with Dan Meyer and Dan Thomson regarding the Nash lift stay motion and procedural issues (.2); communications with Jason Boland regarding the same (.1); further analysis of the Nash Motion (.3); and follow-up communications with Dan Meyer and Dan Thomson regarding the stay motion (.1).
01/07/2020	Jason L. Boland	B140	0.30	\$ 264.00	Conference with B. Bruner regarding Nash stay matters and next steps (.3).
01/07/2020	Jason L. Boland	B140	0.10	\$ 88.00	Analysis of various follow up emails relating to Z. Johnson stay matters (.1).
01/08/2020	Julie Goodrich Harrison	B140	0.10	\$ 60.50	Revise calendar deadlines regarding lift stay hearings.
01/08/2020	Julie Goodrich Harrison	B140	0.50	\$ 302.50	Confer with parties to personal injury litigation regarding potential lift stay motion (.2); confer with N. Sokol regarding same (.1); compile information on personal injury litigation claimants (.2).
01/08/2020	William Greendyke	B140	0.30	\$ 334.50	Receive, review and respond to correspondence and questions by Chris Supik (personal injury plaintiffs' counsel) regarding lift stay and insurance questions.
01/08/2020	William Greendyke	B140	0.20	\$ 223.00	Receive, review and respond to questions from Julie Harrison regarding personal injury lift stay motion requests.
01/08/2020	William Greendyke	B140	0.20	\$ 223.00	Receive, review and reply to Davis Polk comments and questions regarding Nash motions and advise.
01/08/2020	Jason L. Boland	B140	0.20	\$ 176.00	Various emails with NRF team regarding personal injury stay matters (.1); follow up emails from C. Supik regarding same (.1).
01/08/2020	Bob Bruner	B140	0.90	\$ 724.50	Attention to numerous communications regarding requests for relief from the stay from personal injury claimants (.2); communications with Julie Harrison regarding the same (.1); attention to communications from Jill Mathews regarding related insurance policies (.1); communications with Dan Thomson regarding extension of response deadline for the Nash Motion for relief and related hearing date issues (.2); analysis of scheduling issues and communications with Davis Polk team regarding the same (.2); and follow-up communications with Jason Boland regarding status of Nash stay motion (.1).
01/08/2020	Bob Bruner	B140	1.40	\$ 1,127.00	Communications with Davis Polk team regarding status of motion to extend the stay (.1); draft and revise notice of hearing on motion to extend the stay (.3); multiple communications with Davis Polk team regarding the same (.2); multiple communications with Albert Alonzo regarding setting for the motion and related omnibus hearing date settings and analysis of court calendar for the same (.3); multiple follow-up communications with Davis Polk regarding the same (.2); prepare notice for electronic filing and file the same (.1); communications with EPIQ regarding service of the notice (.1); and attention to follow-up communications regarding service parties (.1).
01/09/2020	Bob Bruner	B140	0.10	\$ 80.50	Communications with Epiq regarding service of notice of hearing on motion to extend the stay.
01/12/2020	Bob Bruner	B140	0.10	\$ 80.50	Communications with Dan Thomson regarding response to lift stay motion.

01/13/2020	Bob Bruner	B140	2.60	\$ 2,093.00	Communications with Alex Bernstein regarding evidentiary issues for lift stay hearing (.1); review and revise response to Westchester motion for relief from the stay (2.4); and communications with Dan Thomson regarding the same (.1).
01/13/2020	Julie Goodrich Harrison	B140	0.10	\$ 60.50	Confer with C. Savino regarding personal injury claim and lift stay request.
01/14/2020	Julie Goodrich Harrison	B140	0.10	\$ 60.50	Confer with N. Sokol regarding personal injury lift stay.
01/14/2020	Bob Bruner	B140	0.80	\$ 644.00	Analysis of court calendar regarding pending lift stay motions (.1); communications with Dan Thomson at Davis Polk regarding the same (.1); follow-up communications with Albert Alonzo regarding the same (.2); conference with counsel for Yessica Hernandez regarding pending state court personal injury actions (.1); follow-up communications with Julie Harrison regarding the same (.1); follow-up communications with Nate Sokol at Davis Polk regarding the same (.1); and follow-up communications with counsel for Yessica Hernandez regarding lift stay request (.1).
01/15/2020	Jason L. Boland	B140	0.60	\$ 528.00	Review objection to Westchester stay motion and joinders thereto (.6).
01/15/2020	Bob Bruner	B140	0.90	\$ 724.50	Analysis of revised response to Westchester lift stay motion (.6); communications with Dan Thomson regarding the same (.1); prepare for electronic filing and electronic filing of the same (.1); and follow-up communications with Dan Thomson regarding the same (.1).
01/17/2020	Jason L. Boland	B140	0.10	\$ 88.00	Analysis of witness and exhibit list for stay hearing (.1).
01/17/2020	Jason L. Boland	B140	0.10	\$ 88.00	Analysis of stay extension opposition (.1).
01/17/2020	Bob Bruner	B140	0.50	\$ 402.50	Multiple communications with Davis Polk team regarding agreed continuances of the stay motions (.5).
01/17/2020	Bob Bruner	B140	0.50	\$ 402.50	Multiple communications with Judge's Chambers regarding scheduling changes for the stay motions (.5).
01/18/2020	Bob Bruner	B140	0.10	\$ 80.50	Communications with Alex Bernstein regarding stipulation for resolution of motion for relief from the stay.
01/20/2020	Jason L. Boland	B140	0.40	\$ 352.00	Analysis of notice postponing stay extension hearing and emails with B. Greendyke regarding same (.2); review of court calendar regarding hearing status (.1); review notice continuing Westchester stay hearing and calendar same (.1).
01/20/2020	Bob Bruner	B140	1.40	\$ 1,127.00	Extensive communications with Nate Sokol regarding scheduling and related issues for the stay motions (.5); draft communication to Chambers regarding the same (.3); draft notices of re-set hearing (.4); communications with Nate Sokol regarding the same (.1); and follow-up communications with Judge's Chambers regarding the same (.1).
01/21/2020	William Greendyke	B140	0.20	\$ 223.00	Receive and review adequate assurance demand sent by vendor and correspond with Alvarez & Marsal and Davis Polk regarding same.
01/21/2020	Bob Bruner	B140	1.10	\$ 885.50	Revise notices of continued hearings on stay motions (.2); prepare for electronic filing and filing

					of the same (.2); communications with Nate Sokol regarding the same (.1); review and revise stipulation and agreed order for relief from the stay regarding the Cumberland action (.4); prepare for electronic filing and file the same (.1); follow-up communications with Alex Bernstein regarding the same (.1); and follow-up communications with Nate Sokol and Dan Meyer regarding Nash setting and scheduling issues (.2).
01/22/2020	Bob Bruner	B140	0.20	\$ 161.00	Communications with Dan Thomson regarding status of the Nash motion for relief (.1); and communications with Judge's Chambers regarding scheduling for the same (.1).
01/23/2020	Bob Bruner	B140	0.50	\$ 402.50	Draft and revise notice of adjournment of Nash lift stay hearing (.4); and communications with Davis Polk team regarding the same (.1).
01/24/2020	William Greendyke	B140	0.20	\$ 223.00	Multiple items of correspondence with Jake Balser (Plaintiff's counsel) and Davis Polk team regarding lift stay proposal.
01/24/2020	William Greendyke	B140	0.30	\$ 334.50	Receive voicemail from Arnold Itkin (Plaintiff's firm) and make calls to same and correspond with Davis Polk regarding lift stay request.
01/24/2020	William Greendyke	B140	0.20	\$ 223.00	Receive and review adequate assurance request sent by utility and correspond with Davis Polk and Alvarez & Marsal teams regarding same.
01/24/2020	Bob Bruner	B140	0.10	\$ 80.50	Revise notice of reset hearing on the Nash motion to lift the stay and electronic filing of the same.
01/27/2020	William Greendyke	B140	0.20	\$ 223.00	Receive and review Arnold Itkin lift stay motion and correspond with Davis Polk regarding same.
01/27/2020	Jason L. Boland	B140	0.20	\$ 176.00	Analysis of Hawa lift stay request and emails thereto (.2).
01/29/2020	Julie Goodrich Harrison	B140	0.20	\$ 121.00	Analysis of Nash objection and communications with D. Meyer.
01/29/2020	Bob Bruner	B140	1.50	\$ 1,207.50	Revise response to Nash motion for relief from stay and motion to compel (1.3); analysis of critical vendor order (.1); and communications with Dan Meyer regarding response (.1).
01/30/2020	Bob Bruner	B140	0.50	\$ 402.50	Further analysis of critical vendor order (.2); and multiple communications with Dan Meyer regarding Nash motion for relief from stay and clawback rights (.3).
01/31/2020	Bob Bruner	B140	0.80	\$ 644.00	Review of objection to Nash stay motion, prepare for electronic filing, and filing of the same (.5); communications with Dan Meyer regarding filing and hearing date (.1); follow-up communications with Dan Thomson regarding the same (.1); and analysis of joinders (.1).
01/31/2020	Jason L. Boland	B140	0.40	\$ 352.00	Analysis of Nash objection and joinders thereto (.4).
TOTAL FOR B140			22.70	\$ 19,137.00	

01/03/2020	Jason L. Boland	B150	0.10	\$ 88.00	Emails to A&M and DPW teams regarding taxing letters (.1).
01/03/2020	Jason L. Boland	B150	0.20	\$ 176.00	Attend to numerous emails concerning vendor matters (.2).
01/07/2020	Bob Bruner	B150	0.30	\$ 241.50	Attention to communications with various trade vendors and litigation claimants regarding payment and lift stay issues.

01/07/2020	William Greendyke	B150	0.30	\$ 334.50	Receive and review correspondence and messages from vendor counsel and correspond with DPW team regarding strategy for next steps.
01/07/2020	William Greendyke	B150	0.20	\$ 223.00	Correspond with Camille Iurillo regarding next steps.
01/07/2020	William Greendyke	B150	0.20	\$ 223.00	Receive, review and respond to correspondence from counsel for vendor.
01/08/2020	Jason L. Boland	B150	0.70	\$ 616.00	Analysis of message from J. Renshaw regarding vendor, call with J. Renshaw regarding same and correspondence to team regarding same (.5); analysis of correspondence from vendor withdrawing reclamation demand (.1); emails with N. Sokol regarding Louisiana taxing matters (.1).
01/08/2020	Bob Bruner	B150	0.30	\$ 241.50	Conference with counsel for retired employee regarding benefits plan (.3).
01/09/2020	Julie Goodrich Harrison	B150	0.20	\$ 121.00	Confer with A. Evans regarding vendor relationship; confer with A. Fly regarding critical vendor payment.
01/09/2020	Bob Bruner	B150	0.10	\$ 80.50	Attention to communications with creditors regarding 503(b)(9) and critical vendor claims.
01/09/2020	Jason L. Boland	B150	0.20	\$ 176.00	Call to J. Renshaw regarding 503(b)(9) update and emails thereto (.2).
01/10/2020	William Greendyke	B150	0.20	\$ 223.00	Receive, review and respond to correspondence from USDA counsel and correspond with Kristy Waterman regarding same.
01/10/2020	William Greendyke	B150	0.20	\$ 223.00	Receive, review and respond as necessary to numerous items of correspondence from creditor counsel and Davis Polk team.
01/10/2020	Bob Bruner	B150	0.20	\$ 161.00	Attention to communications with multiple vendors regarding 503(b)(9) and critical vendor claims (.1); and attention to communications with counsel for the FDA regarding marketing expenses (.1).
01/10/2020	Jason L. Boland	B150	0.60	\$ 528.00	Analysis of correspondence from D. Parham regarding follow up, call with D. Parham regarding same and follow up emails to A&M and DPW teams regarding same (.5); analysis of correspondence from R. Kincheloe regarding USDA payments (.1).
01/10/2020	Jason L. Boland	B150	0.10	\$ 88.00	Analysis of 2019 committee statement (.1).
01/10/2020	Jason L. Boland	B150	0.20	\$ 176.00	Analysis of correspondence from R. Chapel regarding personal injury matter (.1); follow up emails regarding Sysco setoff (.1).
01/11/2020	Bob Bruner	B150	0.10	\$ 80.50	Attention to communications regarding USDA information request related to marketing fees.
01/14/2020	Julie Goodrich Harrison	B150	0.30	\$ 181.50	Attention to communications from creditors.
01/14/2020	Jason L. Boland	B150	0.20	\$ 176.00	Emails with Z. McKay regarding unpaid post-petition invoices and follow up emails with A&M and DPW teams regarding same (.2).
01/16/2020	Julie Goodrich Harrison	B150	0.20	\$ 121.00	Confer with K. Hopkins regarding critical vendor status.
01/16/2020	Julie Goodrich Harrison	B150	0.20	\$ 121.00	Confer with A. McQuiston regarding utility status.
01/16/2020	Julie Goodrich Harrison	B150	0.20	\$ 121.00	Analysis of wire payments in response to requests from USDA.
01/16/2020	Jason L. Boland	B150	0.50	\$ 440.00	Various emails with F. Irene and DPW team regarding Bank matters and follow up emails regarding same (.3); emails with Z. McKay regarding vendor payment matters and follow up emails with A&M team regarding same (.2).

01/16/2020	Jason L. Boland	B150	0.10	\$ 88.00	Emails regarding USDA payment matters (.1).
01/16/2020	Bob Bruner	B150	0.30	\$ 241.50	Multiple communications with Nate Sokol and Davis Polk team, Alvarez & Marsal, and Jason Boland regarding 341 meeting date (.3).
01/17/2020	William Greendyke	B150	0.20	\$ 223.00	Receive, review and respond to status questions sent by creditor.
01/17/2020	Jason L. Boland	B150	0.10	\$ 88.00	Emails concerning bank refund matters.
01/20/2020	Jason L. Boland	B150	0.20	\$ 176.00	Analysis of message from S. Rose and call to S. Rose regarding vendor inquiry (.1); analysis of vendor withdrawal of reclamation demand (.1).
01/20/2020	Jason L. Boland	B150	0.20	\$ 176.00	Follow up emails with client regarding Bank payment matters and review supporting refund information (.2).
01/21/2020	Bob Bruner	B150	0.10	\$ 80.50	Attention to communications with vendor regarding status of claims.
01/22/2020	Jason L. Boland	B150	0.10	\$ 88.00	Emails regarding vendor 503(b)(9) payment matters (.1).
01/22/2020	Jason L. Boland	B150	0.20	\$ 176.00	Call with S. Rose regarding insurance inquiry (.2).
01/27/2020	Bob Bruner	B150	0.50	\$ 402.50	Communications with Nate Sokol regarding 341 meeting telephonic participation (.1); and communications with counsel for trade creditor regarding case status and non-core asset sales (.4).
01/27/2020	Jason L. Boland	B150	0.10	\$ 88.00	Conference with B. Bruner regarding 341 meeting (.1).
01/28/2020	Bob Bruner	B150	0.30	\$ 241.50	Communications with Nate Sokol regarding 341 meeting logistics (.1); follow-up communications with staff regarding logistics for 341 meeting (.1); and analysis of 341 meeting preparation slides (.1).
01/31/2020	Julie Goodrich Harrison	B150	0.30	\$ 181.50	Confer with D. Gold regarding vendor status as critical vendor and related follow up with A&M and DPW teams.
12/03/2019	Jason L. Boland	B150	0.30	\$ 264.00	Analysis of correspondence from DEAN and emails thereto (.3).
TOTAL FOR B150		9.00	\$ 7,675.50		

01/03/2020	Jason L. Boland	B160	0.20	\$ 176.00	Numerous emails concerning application disclosures.
01/06/2020	Jason L. Boland	B160	0.20	\$ 176.00	Various emails regarding Richard Layton OCP matters (.2).
01/07/2020	Julie Goodrich Harrison	B160	0.20	\$ 121.00	Review and revise proposed NRF retention order.
01/07/2020	Bob Bruner	B160	1.60	\$ 1,288.00	Communications with Nate Sokol regarding revised Evercore order (.1); communications with U.S. Trustee regarding revised NRF and Pricewater retention orders (.3); communications with Julie Harrison regarding revisions to NRF order (.1); analysis of Trustee's comments to Pricewater order (.2); revise Pricewater order (.6); communications with Nate Sokol regarding revisions to the NRF and Pricewater orders (.1); communications with Pricewater regarding revisions to the Pricewater order (.1); and communications with the Court's case manager regarding the revised orders (.1).
01/07/2020	Jason L. Boland	B160	0.30	\$ 264.00	Follow up emails regarding Evercore and PWC retention matters (.3).
01/07/2020	Jason L. Boland	B160	0.30	\$ 264.00	Analysis of NRF disclosure chart.
01/08/2020	Julie Goodrich Harrison	B160	0.10	\$ 60.50	Confer with G. Lee regarding retention orders.

01/08/2020	Julie Goodrich Harrison	B160	0.10	\$ 60.50	Confer with A&M and DPW teams regarding OCP declarations.
01/08/2020	Julie Goodrich Harrison	B160	0.80	\$ 484.00	Draft first combined monthly statement.
01/08/2020	Julie Goodrich Harrison	B160	0.10	\$ 60.50	Confer with N. Sokol and T. Behnke regarding OCP declarations.
01/08/2020	Jason L. Boland	B160	0.10	\$ 88.00	Emails with DPW team regarding OCP matters and timing (.1).
01/08/2020	Jason L. Boland	B160	0.20	\$ 176.00	Various follow up emails with NRF and DPW teams regarding PWC and Evercore retention matters (.2).
01/08/2020	Bob Bruner	B160	0.10	\$ 80.50	Communications with Nate Sokol regarding amended professional orders.
01/09/2020	Julie Goodrich Harrison	B160	0.60	\$ 363.00	Draft monthly fee statement.
01/10/2020	Bob Bruner	B160	0.90	\$ 724.50	Communications with Baker Donnelson regarding ordinary course professional disclosures (.1); analysis of ordinary course professional order and declaration regarding the same (.2); analysis of DP and A&M monthly fee statements (.1); analysis of interim compensation order fee statement requirements (.2); communications with Nate Sokol regarding the same (.1); prepare notices for electronic filing and file the same (.1); and communications with Nate Sokol regarding filing of notices (.1).
01/13/2020	Bob Bruner	B160	0.60	\$ 483.00	Communications with Nate Sokol regarding Evercore revised retention order (.1); revise notices for revised retention orders (.2); communications with Julie Harrison regarding OCP declarations (.1); communications with Nate Sokol regarding the same (.1); and analysis of OCP order related to the same (.1).
01/13/2020	Jason L. Boland	B160	0.10	\$ 88.00	Analysis of correspondence regarding OCP matters (.1).
01/13/2020	Jason L. Boland	B160	0.30	\$ 264.00	Analysis of correspondence regarding NRF disclosures and review same (.3).
01/14/2020	Julie Goodrich Harrison	B160	0.50	\$ 302.50	Call with working group regarding OCP Process.
01/14/2020	William Greendyke	B160	0.20	\$ 223.00	Conference with Brian Resnick regarding potential issues with UCC professional applications.
01/14/2020	Bob Bruner	B160	1.90	\$ 1,529.50	Analysis of ordinary course professional order in preparation for company call (.1); participate in call with Davis Polk, A&M, and company regarding ordinary course professional issues (.4); draft and revise ordinary course professional tracker (.4); review ordinary course professional declarations received to date (.1); communications with Julie Harrison regarding the same (.1); draft and revise notices of amended NRF and Pricewater retention orders (.3); prepare orders and related exhibits for electronic filing and file the same (.4); and communications with Albert Alonso regarding the same (.1).
01/14/2020	Jason L. Boland	B160	0.20	\$ 176.00	Conference with B. Greendyke regarding Miller Buckfire employment matters (.2).
01/15/2020	William Greendyke	B160	1.00	\$ 1,115.00	Review and analyze Miller Buckfire employment application.
01/15/2020	Jason L. Boland	B160	0.20	\$ 176.00	Attend to emails regarding Polsinelli and Richard Layton OCP matters (.2).

01/15/2020	Jason L. Boland	B160	0.30	\$ 264.00	Attend to matters concerning Miller Buckfire/Stifel engagement terms and conferences with B. Greendyke regarding same (.3).
01/15/2020	Bob Bruner	B160	1.00	\$ 805.00	Analysis of Deloitte application and related exhibits (.5); communications with Alex Bernstein regarding the same (.2); attention to communications with ordinary course professionals regarding declarations (.1); analysis of declarations (.1); and communications with Nate Sokol regarding the same (.1).
01/16/2020	Julie Goodrich Harrison	B160	0.10	\$ 60.50	Confer with B. Bruner regarding monthly estimates.
01/16/2020	Julie Goodrich Harrison	B160	0.30	\$ 181.50	Review and file Deloitte retention application.
01/16/2020	Bob Bruner	B160	0.60	\$ 483.00	Communications with Julie Harrison and Linda Smith regarding fee statements (.1); and communications with Alvarez & Marsal regarding NRF monthly estimates (.5).
01/16/2020	Bob Bruner	B160	2.30	\$ 1,851.50	Conference with Dan Meyer regarding Miller Buckfire application issues (.4); follow-up communications with Bill Greendyke and Jason Boland regarding the same (.2); analysis of Miller Buckfire application and research terms of similar applications (1.1); analysis of Deloitte retention application (.4); communications with Julie Harrison regarding the same (.1); and communications with Alex Bernstein and Davis Polk team regarding the same (.1).
01/16/2020	Jason L. Boland	B160	1.50	\$ 1,320.00	Emails with B. Resnick and B. Greendyke regarding Miller Buckfire (.1); analysis of Miller Buckfire application and related declaration (.5); call with B. Greendyke and B. Resnick regarding Miller Buckfire (.3); conference with B. Bruner regarding Miller Buckfire (.2); follow up conference with B. Bruner and B. Greendyke regarding Miller Buckfire precedent (.2); analysis of other fee and term precedents (.4).
01/17/2020	William Greendyke	B160	0.30	\$ 334.50	Conference with Bob Bruner regarding precedent for IB retention issues and correspond with Kristy Waterman regarding same.
01/17/2020	William Greendyke	B160	0.20	\$ 223.00	Conference with Kristy Waterman regarding potential issues with Miller Buckfire engagement application.
01/17/2020	Jason L. Boland	B160	0.10	\$ 88.00	Conference with J. Harrison regarding NRF application status (.1).
01/17/2020	Jason L. Boland	B160	0.70	\$ 616.00	Conference with B. Greendyke regarding Miller Buckfire retention and emails thereto (.2); conference with B. Bruner and B. Greendyke regarding same (.2); analysis of summary proposal regarding Miller Buckfire and revisions thereto (.2); conference with B. Bruner regarding Akin call (.1).
01/17/2020	Bob Bruner	B160	0.30	\$ 241.50	Analysis of additional OCP declarations (.2); and communications with the company regarding the same (.1).
01/17/2020	Bob Bruner	B160	3.40	\$ 2,737.00	Research regarding investment banker fee issues and related objections (2.0); draft summary of the same (.5); conference with Kristy Waterman and Bill Greendyke regarding the same (.3); follow-up communications with Jason Boland regarding the

					same (.1); and draft communications to Committee counsel regarding the same (.5)
01/20/2020	Jason L. Boland	B160	0.20	\$ 176.00	Emails with B. Bruner regarding Miller Buckfire update and conference with B. Bruner regarding same (.2).
01/20/2020	Bob Bruner	B160	0.50	\$ 402.50	Revise declaration tracker for OCPs (.2); review and revise additional declarations (.2); and communications with Nate Sokol and company regarding the same (.1).
01/21/2020	Bob Bruner	B160	0.80	\$ 644.00	Follow-up communications with counsel for the Committee regarding the Miller Buckfire proposed retention order (.1); analysis of additional ordinary course professional declarations and questionnaires (.2); communications with company regarding the same (.1); revise ordinary course professional tracker (.1); communications with Nate Sokol and Dan Meyer regarding Jackson Lewis declaration and supplemental notice (.2); review and revise supplemental notice (.1); and additional follow-up communications with counsel for the committee regarding Miller Buckfire proposed retention order (.1).
01/22/2020	Bob Bruner	B160	6.60	\$ 5,313.00	Communications with company and Nate Sokol regarding OCP declarations (.1); communications with Tom Behnke regarding tracking status of OCP payments (.1); review and prepare declarations and questionnaires for electronic filing and electronic filing of the same (1.0); draft and revise notice of supplemental list of OCP professionals (.3); prepare supplemental notice and related declaration and questionnaire for electronic filing and file the same (.2); draft and revise notice of Evercore amended retention order (.2); prepare notice and revised proposed order for electronic filing and file the same (.3); communications with Nate Sokol regarding Evercore filing (.1); communications with Committee's counsel regarding Miller Buckfire retention (.1); participate in conference with Committee counsel and Miller Buckfire counsel regarding the retention (.3); follow-up conference with Bill Greendyke and Jason Boland regarding the same (.1); attention to communications with Kristy Waterman regarding the same (.1); further research regarding investment banker retention terms (2.0); draft and revise analysis of retention issues (1.5); communications with Bill Greendyke and Jason Boland regarding the same (.1); and follow-up communications with counsel for Miller Buckfire regarding the same (.1).
01/22/2020	Jason L. Boland	B160	0.50	\$ 440.00	Call with NRF team and counsel for Miller Buckfire regarding retention matters (.5).
01/22/2020	Jason L. Boland	B160	0.10	\$ 88.00	Analysis of emails from J. Thompson and P. Abelson regarding Miller Buckfire retention (.1).
01/23/2020	Bob Bruner	B160	1.10	\$ 885.50	Conference with counsel for MB regarding retention issues (.3); follow-up communications with NRF team (.3); conference with Company regarding MB retention issues (.4); and follow-up communications with MB regarding the same (.1).

01/23/2020	Jason L. Boland	B160	0.20	\$ 176.00	Analysis of detailed follow up correspondence regarding Miller Buckfire retention and follow up emails from Sidley regarding same (.2).
01/23/2020	Jason L. Boland	B160	0.50	\$ 440.00	Call with K. Waterman and B. Bruner regarding Miller Buckfire (.5).
01/24/2020	William Greendyke	B160	0.40	\$ 446.00	Multiple items of correspondence with Kristy Waterman, NRF team and Sidley regarding Miller Buckfire employment application and settlement negotiations.
01/24/2020	William Greendyke	B160	0.30	\$ 334.50	Conference with Jason Boland and Bob Bruner regarding Miller Buckfire fee issues and strategy for next steps.
01/24/2020	William Greendyke	B160	0.40	\$ 446.00	Review and analyze multiple items of correspondence from Sidley regarding Miller Buckfire legal issues and correspond with Kristy Waterman regarding same.
01/24/2020	Bob Bruner	B160	1.00	\$ 805.00	Conference with NRF team regarding Miller Buckfire retention issues (.3); multiple communications with counsel for Miller Buckfire regarding the same (.3); communications with Company regarding the same (.2); attention to communications with the U.S. Trustee regarding Deloitte retention order revisions; (1); and analysis of proposed revisions to the MB retention order (.1).
01/24/2020	Jason L. Boland	B160	0.50	\$ 440.00	Follow up correspondence with T. Labuda regarding Miller Buckfire (.1); conferences with NRF team regarding same (.4).
01/26/2020	Jason L. Boland	B160	0.10	\$ 88.00	Various emails with White & Case regarding Miller Buckfire (.1).
01/26/2020	Bob Bruner	B160	0.10	\$ 80.50	Communications with White & Case regarding Miller Buckfire retention order.
01/27/2020	Bob Bruner	B160	0.60	\$ 483.00	Follow-up communications with company regarding Miller Buckfire revised retention order (.1); communications with Jason Boland regarding the same (.1); follow-up communications with counsel for the Committee and Miller Buckfire regarding the same (.1); analysis of interim compensation order notice requirements (.1); research regarding certificate of no objection requirements (.1); and communications with Mohini Rerrick regarding the same (.1).
01/27/2020	Jason L. Boland	B160	0.20	\$ 176.00	Follow up emails with client regarding Miller Buckfire resolution and follow up emails with Sidley regarding same and conference with B. Bruner regarding same (.2).
01/28/2020	Bob Bruner	B160	0.10	\$ 80.50	Analysis of filed revised Miller Buckfire retention order.
01/29/2020	Bob Bruner	B160	0.50	\$ 402.50	Analysis of ordinary course professional motion and order (.1); communications with Nate Sokol regarding communication adviser invoices (.1); and communications with Tom Behnke and company regarding status of ordinary course professional declarations and payment options (.3).
01/30/2020	Bob Bruner	B160	0.20	\$ 161.00	Analysis of docket regarding outstanding proposed retention orders.
01/30/2020	Shivani Shah	B160	1.10	\$ 605.00	Draft supplemental declaration of W. Greendyke in support of application for retention.

01/31/2020	Bob Bruner	B160	0.90	\$ 724.50	Communications with Jason Boland regarding revised retention order (.1); review and revise certificates of no objection for monthly fee statements (.3); communications with Mohini Rerrick regarding the same (.1); review and analysis of revised Deloitte proposed order (.2); and communications with Alex Bernstein regarding the same (.2).
01/31/2020	Jason L. Boland	B160	0.20	\$ 176.00	Emails with B. Bruner regarding NRF application status (.1); emails with A. Alonzo regarding NRF application (.1).
TOTAL FOR B160			39.00	\$ 31,962.50	

01/22/2020	William Greendyke	B170	0.40	\$ 446.00	Conference for counsel for UCC and Miller Buckfire regarding potential retention objections.
TOTAL FOR B170			0.40	\$ 446.00	

01/03/2020	Bob Bruner	B185	0.30	\$ 241.50	Analysis of motion to approve lease-related transactions (.2); and attention to communications with Davis Polk team regarding the same (.1).
01/03/2020	William Greendyke	B185	0.20	\$ 223.00	Receive and review correspondence from Santander counsel regarding leases and both respond and correspond with Davis Polk team regarding same.
01/06/2020	Bob Bruner	B185	0.60	\$ 483.00	Analysis of motion for authority to enter into new leases (.5) and attention to communications with lessor counsel regarding amended schedules for leases and related issues (.1).
01/06/2020	Jason L. Boland	B185	0.20	\$ 176.00	Emails regarding leasing matters concerning Bank (.2).
01/06/2020	Bob Bruner	B185	0.30	\$ 241.50	Analysis of deadlines for assuming certain leases (.2); and communications with Jason Boland regarding the same (.1).
01/06/2020	William Greendyke	B185	0.20	\$ 223.00	Receive and review correspondence from counsel for Bank regarding lease agreements.
01/06/2020	Jason L. Boland	B185	0.10	\$ 88.00	Emails with NRF team regarding 365(d)(4) timing matters (.1).
01/07/2020	Shivani Shah	B185	1.70	\$ 935.00	Research, review, and revise Equipment Leases Motion.
01/08/2020	Julie Goodrich Harrison	B185	0.40	\$ 242.00	Review and revise equipment leases motion and related correspondence to D. Meyer.
01/08/2020	Jason L. Boland	B185	0.30	\$ 264.00	Numerous emails with DPW team regarding Nash (.3).
01/08/2020	Jason L. Boland	B185	0.40	\$ 352.00	Call with J. Bain regarding Bank leasing matters and various emails thereto (.4).
01/10/2020	William Greendyke	B185	0.20	\$ 223.00	Receive, review and respond to lease inquiries sent by counsel to lessor correspond with Davis Polk and Alvarez & Marsal regarding same.
01/10/2020	Bob Bruner	B185	0.50	\$ 402.50	Research regarding lease assumption issues (.4); and communications with Dan Meyer regarding the same (.1).
01/10/2020	Jason L. Boland	B185	0.50	\$ 440.00	Call to J. Bain regarding Bank assumption matters and various follow up emails with DPW and A&M teams regarding same and regarding related refund issues (.3); analysis of correspondence from lessor regarding personal property leases (.2).
01/13/2020	Jason L. Boland	B185	0.30	\$ 264.00	Analysis of correspondence from A. Leventhal regarding lessor and event of loss information and

					review same and correspond to team regarding same (.3).
01/14/2020	Jason L. Boland	B185	0.40	\$ 352.00	Analysis of follow up correspondence from A. Falk regarding event of loss matters associated with lessor, follow up emails with A. Leventhal regarding same and review related contract language (.4).
01/15/2020	Jason L. Boland	B185	0.30	\$ 264.00	Analysis of self-insurance memorandum and demand from equipment lessors and follow up emails regarding same (.3).
01/16/2020	Jason L. Boland	B185	0.10	\$ 88.00	Emails from L. Chek regarding leasing matters (.1).
01/20/2020	Jason L. Boland	B185	0.50	\$ 440.00	Analysis of correspondence from J. Rudd regarding Cityplace lease matters and emails with DPW team regarding same (.3); emails regarding leasing matters and associated event of loss (.2).
01/22/2020	William Greendyke	B185	0.20	\$ 223.00	Receive and review correspondence from counsel regarding leases and correspond with Alvarez & Marsal and Davis Polk teams regarding next steps.
01/22/2020	Bob Bruner	B185	0.40	\$ 322.00	Analysis of assumption motions (.3); and attention to communications with Davis Polk team regarding the same (.1).
01/22/2020	Jason L. Boland	B185	0.20	\$ 176.00	Numerous emails regarding leasing matters (.2).
01/23/2020	Jason L. Boland	B185	0.80	\$ 704.00	Review first omnibus assumption motion (.2); analysis of first omnibus rejection motion (.2); review lease amendment and extension motion and related declaration (.4).
01/28/2020	Jason L. Boland	B185	0.20	\$ 176.00	Analysis of correspondence from J. Oelsner regarding insurance and leasing matters and emails with A&M and DPW teams regarding same (.2).
01/29/2020	William Greendyke	B185	0.20	\$ 223.00	Receive and review sublease extension letter sent by Freese and Nichols and correspond with Davis Polk and Alvarez & Marsal regarding same and advise.
01/30/2020	William Greendyke	B185	0.20	\$ 223.00	Receive and review correspondence from counsel to lessor and reply to same.
TOTAL FOR B185			9.70	\$ 7,989.50	

01/17/2020	Julie Goodrich Harrison	B190	0.30	\$ 181.50	Review, revise, and file witness and exhibit list for omnibus hearing (.2); confer with B. Bruner regarding same (.1).
01/17/2020	Bob Bruner	B190	1.30	\$ 1,046.50	Review and revise exhibit and witness list (.3); communications with Julie Harrison regarding the same (.1); multiple communications with Davis Polk team regarding the same (.3); prepare and send transmittal emails to counsel regarding E&W list and exhibits (.5); review exhibits (.1).
01/22/2020	William Greendyke	B190	0.20	\$ 223.00	Correspond with Kristy Waterman regarding status of Miller Buckfire negotiations.
01/22/2020	William Greendyke	B190	0.20	\$ 223.00	Receive, review and reply to correspondence from Kristy Waterman and brief conference with Bob Bruner regarding next steps with Miller Buckfire.
01/22/2020	Julie Goodrich Harrison	B190	0.50	\$ 302.50	File assumption, rejection, and equipment motions.
01/22/2020	Bob Bruner	B190	0.50	\$ 402.50	Research regarding Rule 2004 requirements (.3); and communications with Davis Polk regarding the same (.2).
01/22/2020	Bob Bruner	B190	0.90	\$ 724.50	Participate in team status update call (.5); communications with Nate Sokol regarding reporting requirements (.2); and analysis of related

					first day orders regarding reporting requirements (.2).
01/22/2020	Julie Goodrich Harrison	B190	0.20	\$ 121.00	Analysis of equipment lease motion and related correspondence to D. Meyer.
01/22/2020	Jason L. Boland	B190	0.10	\$ 88.00	Analysis of Red Diamond motion for administrative expense claim (.1).
01/22/2020	Jason L. Boland	B190	0.20	\$ 176.00	Analysis of correspondence from N. Sokol regarding action items and consider same (.2).
01/23/2020	Bob Bruner	B190	0.10	\$ 80.50	Communications with Davis Polk team regarding objection deadlines under the local rules.
01/24/2020	Bob Bruner	B190	1.30	\$ 1,046.50	Analysis of draft Rule 2004 notice (.3); research regarding Rule 2004 requirements (.6); conference with Jason Boland regarding the same (.1); and multiple communications with Davis Polk team regarding Rule 2004 issues (.3).
01/24/2020	Julie Goodrich Harrison	B190	0.40	\$ 242.00	File notice of de minimis asset sales and bar date motion.
01/27/2020	Bob Bruner	B190	0.20	\$ 161.00	Communications with Nate Sokol regarding March omnibus setting and related scheduling issues (.1); and analysis of weekly calendar action items (.1).
01/28/2020	Jason L. Boland	B190	0.20	\$ 176.00	Analysis of correspondence from N. Sokol regarding upcoming dates and deadlines and consider same (.2).
01/29/2020	William Greendyke	B190	0.20	\$ 223.00	Receive and review correspondence from lessor's counsel and correspond with Davis Polk team regarding same.
01/31/2020	Bob Bruner	B190	0.20	\$ 161.00	Communications with Albert Alonso regarding March omnibus setting (.1); and follow-up communications with Nate Sokol regarding the same (.1).
TOTAL FOR B190		7.00	\$ 5,578.50		

01/06/2020	Jason L. Boland	B210	0.10	\$ 88.00	Analysis of Dean PMO update (.1).
01/06/2020	Jason L. Boland	B210	0.20	\$ 176.00	Analysis of Borden filing materials and emails thereto with client teams.
01/07/2020	Julie Goodrich Harrison	B210	0.50	\$ 302.50	Call with DPW and A&M teams regarding schedules and statements.
01/07/2020	Bob Bruner	B210	0.70	\$ 563.50	Analysis of amended insurance endorsements (.2); communications with U.S. Trustee regarding the same (.3); and multiple communications with Tom Behnke and Jill Mathews regarding the same (.2).
01/07/2020	Bob Bruner	B210	1.10	\$ 885.50	Attention to communications regarding issues with schedules (.1); and participate in conference call with Tom Behnke and Davis Polk team regarding issues related to schedules and statements (1.0).
01/08/2020	Julie Goodrich Harrison	B210	0.70	\$ 423.50	Attend PMO call with working group.
01/08/2020	William Greendyke	B210	0.70	\$ 780.50	Attend PMO call with client, Davis Polk, Alvarez & Marsal and Evercore teams.
01/08/2020	William Greendyke	B210	0.30	\$ 334.50	Receive and review utility adequate assurance demand sent by utility and correspond with Alvarez & Marsal and Davis Polk teams regarding same.
01/08/2020	William Greendyke	B210	0.20	\$ 223.00	Receive and review PMO deck in preparation for client team call.
01/08/2020	Jason L. Boland	B210	0.70	\$ 616.00	Attend PMO update call with client and DPW teams (.7).
01/08/2020	Jason L. Boland	B210	0.30	\$ 264.00	Analysis of project management update (.3).
01/08/2020	Bob Bruner	B210	0.10	\$ 80.50	Analysis of deck/summary for company call (.1).

01/08/2020	Bob Bruner	B210	0.60	\$ 483.00	Participate in company/professional conference call to discuss operational and case status, strategy, and issue (.6).
01/09/2020	Bob Bruner	B210	0.20	\$ 161.00	Communications with Davis Polk team regarding reporter inquiry regarding Borden bankruptcy case (.1) and attention to communications regarding adequate assurance inquiries from utility (.1).
01/09/2020	Jason L. Boland	B210	0.30	\$ 264.00	Analysis of various Borden articles and related matters concerning Dean (.3).
01/09/2020	Jason L. Boland	B210	0.10	\$ 88.00	Analysis of reporter inquiry and it relates to Borden cases and emails thereto (.1).
01/13/2020	Jason L. Boland	B210	0.20	\$ 176.00	Analysis of article and correspondence from media team regarding Borden matters as it concerns Dean (.2).
01/13/2020	William Greendyke	B210	0.20	\$ 223.00	Receive and review demand letter from utility and correspond with Alvarez & Marsal and Davis Polk teams regarding same and advise.
01/14/2020	William Greendyke	B210	0.20	\$ 223.00	Receive and review utility demands sent by utility and correspond with Alvarez & Marsal and Davis Polk teams regarding same.
01/14/2020	William Greendyke	B210	0.10	\$ 111.50	Correspond with Epiq with regard to potential noticing issues.
01/15/2020	Julie Goodrich Harrison	B210	0.60	\$ 363.00	Attend PMO call.
01/15/2020	William Greendyke	B210	0.10	\$ 111.50	Receive and review correspondence from District Clerk and correspond with Epiq regarding potential notice issues.
01/15/2020	William Greendyke	B210	0.30	\$ 334.50	Receive, review, and analyze memo sent by counsel for equipment lessors regarding insurance default and both respond and correspond with DPW team regarding same.
01/15/2020	William Greendyke	B210	0.20	\$ 223.00	Receive and review PMO deck sent by Alvarez & Marsal in preparation for client call.
01/15/2020	William Greendyke	B210	0.60	\$ 669.00	Attend PMO conference with client, Alvarez & Marsal and Davis Polk teams.
01/15/2020	Jason L. Boland	B210	0.80	\$ 704.00	Analysis of PMO slide deck (.2); attend PMO update call (.6).
01/15/2020	Bob Bruner	B210	0.70	\$ 563.50	Participate in conference call with professionals and company regarding case status and strategy.
01/16/2020	Julie Goodrich Harrison	B210	0.30	\$ 181.50	Analysis of materials for statements & schedules review meeting and insider list.
01/16/2020	Julie Goodrich Harrison	B210	0.10	\$ 60.50	Analysis of notice of withdrawal of motion to vacate utilities order.
01/16/2020	William Greendyke	B210	0.20	\$ 223.00	Conference with Jason Boland and Bob Bruner regarding UCC issues.
01/16/2020	William Greendyke	B210	0.30	\$ 334.50	Conference with Davis Polk team regarding UCC issues and equipment lessor demands.
01/16/2020	William Greendyke	B210	0.60	\$ 669.00	Review charts and spreadsheet sent by Kristy Waterman and Eddie Tollison regarding USDA payments and correspond with Eddie regarding additional questions.
01/16/2020	William Greendyke	B210	0.30	\$ 334.50	Correspond with and place call to USDA/DOJ counsel regarding Federal milk payments made.
01/16/2020	Bob Bruner	B210	0.10	\$ 80.50	Attention to communications with Alvarez & Marsal team regarding schedules and statements.
01/16/2020	Jason L. Boland	B210	0.10	\$ 88.00	Analysis of utilities notice of withdrawal (.1).
01/17/2020	William Greendyke	B210	0.10	\$ 111.50	Correspond with Epiq with regard to potential noticing issues.
01/17/2020	Bob Bruner	B210	0.10	\$ 80.50	Communications with Thomas Behnke regarding additional insurance updates.

01/19/2020	Bob Bruner	B210	0.30	\$ 241.50	Analysis of draft schedules (.1); communications with Nate Sokol regarding the same (.1); and communications with Julie Harrison regarding the same (.1).
01/20/2020	Bob Bruner	B210	1.30	\$ 1,046.50	Review and analysis of monthly operating report, schedules, and statement of financial affairs (1.1); attention to communications with A&M and Davis Polk teams regarding the same (.1); and communications with A&M regarding the same (.1).
01/20/2020	Bob Bruner	B210	0.70	\$ 563.50	Analysis of amended insurance endorsements (.2); draft communication to the U.S. Trustee regarding the same (.3); and draft follow-up communication to Tom Behnke and the company regarding the same (.2).
01/20/2020	Julie Goodrich Harrison	B210	3.60	\$ 2,178.00	Review draft schedules and statements and related correspondence to DPW and A&M teams.
01/21/2020	William Greendyke	B210	0.20	\$ 223.00	Receive and review correspondence from utility accounts manager regarding open accounts and respond and advise.
01/21/2020	Bob Bruner	B210	1.20	\$ 966.00	Review and revise monthly operating report (.3); communications with Grayson Wellsfry regarding the same (.1); prepare for electronic filing and file the same (.1); follow-up communications with Grayson Wellsfry regarding the same (.1); conference with NRF team regarding logistics for filing of schedules and statements (.2); communications with Tom Behnke regarding statements and schedules (.1); analysis of weekly case update/deadlines list (.1); and communications with Nate Sokol regarding reporting matrix and continued hearing dates (.2).
01/22/2020	William Greendyke	B210	0.50	\$ 557.50	Attend PMO call with client, Davis Polk, and Alvarez & Marsal teams.
01/22/2020	William Greendyke	B210	0.30	\$ 334.50	Conference with Phil Abelson (counsel to Rabobank) regarding Miller Buckfire retention issues and follow-up correspondence with Phil.
01/22/2020	William Greendyke	B210	0.20	\$ 223.00	Multiple items of correspondence with Epiq regarding potential notice issues.
01/22/2020	Julie Goodrich Harrison	B210	0.50	\$ 302.50	Attend PMO call.
01/22/2020	Jason L. Boland	B210	0.70	\$ 616.00	Analysis of PMO update materials (.2); attend PMO call (.5).
01/23/2020	William Greendyke	B210	0.20	\$ 223.00	Conference with Brian Resnick regarding case/plan status.
01/23/2020	Jason L. Boland	B210	0.50	\$ 440.00	Analysis of correspondence from N. Sokol regarding MOR filing and consider same and numerous follow-up emails regarding same (.5).
01/24/2020	William Greendyke	B210	0.20	\$ 223.00	Correspond with Epiq regarding potential notice issues.
01/24/2020	William Greendyke	B210	0.20	\$ 223.00	Continued correspondence with Kristy Waterman regarding counter-proposals to Sidley.
01/24/2020	Bob Bruner	B210	0.20	\$ 161.00	Communications with Julie Harrison regarding electronic filing of schedules and statement of financial affairs (.1); and communications with Jason Boland regarding MOR issues and Trustee communications regarding the same (.1).
01/24/2020	Julie Goodrich Harrison	B210	2.60	\$ 1,573.00	File statements and schedules.
01/24/2020	Jason L. Boland	B210	0.30	\$ 264.00	Several conferences with B. Bruner regarding Rule 2004 matters and emails thereto (.3).

01/24/2020	Shivani Shah	B210	4.00	\$ 2,200.00	File Schedules and SOFAs for all Debtors.
01/27/2020	Julie Goodrich Harrison	B210	0.10	\$ 60.50	Confer with N. Sokol regarding amending utilities list.
01/29/2020	Julie Goodrich Harrison	B210	0.10	\$ 60.50	Analysis of communications regarding monthly operating reports.
01/29/2020	Bob Bruner	B210	0.20	\$ 161.00	Analysis of notice of amended Utility list (.1); and communications with Paavani Garg regarding the same (.1).
01/29/2020	Jason L. Boland	B210	0.10	\$ 88.00	Emails with N. Sokol regarding MOR matters (.1).
01/30/2020	Jason L. Boland	B210	0.10	\$ 88.00	Analysis of correspondence from G. Wellsfry regarding MOR and additional financing matters (.1).
TOTAL FOR B210		31.30	\$ 24,616.00		

01/02/2020	Bob Bruner	B220	0.10	\$ 80.50	Communications with DP regarding authority for incentive plan motion (.1).
01/03/2020	Bob Bruner	B220	0.10	\$ 80.50	Attention to communications with Davis Polk team regarding KEIP motion.
01/06/2020	Bob Bruner	B220	2.10	\$ 1,690.50	Further research regarding KEIP motions (1.6); and multiple communications with Davis Polk team regarding the same (.5).
01/07/2020	Jason L. Boland	B220	0.10	\$ 88.00	Conference with B. Bruner regarding KERP/KEIP matters (.1).
01/09/2020	Bob Bruner	B220	0.10	\$ 80.50	Communications with Alex Bernstein regarding KEIP motion.
01/10/2020	Bob Bruner	B220	3.30	\$ 2,656.50	Research regarding KEIP and KERP issues (.8); revise non-insider KEIP and KERP motion and related declarations and proposed order (2.4); and communications with Alex Bernstein regarding the same (.1).
01/14/2020	Bob Bruner	B220	0.10	\$ 80.50	Communications with Charlotte Savion regarding KERP issues.
01/19/2020	Bob Bruner	B220	0.10	\$ 80.50	Communications with Alex Bernstein regarding KERP motion.
01/20/2020	Bob Bruner	B220	0.60	\$ 483.00	Analysis of revised KERP motion (.5); and communications with Alex Bernstein regarding the same (.1).
01/23/2020	Bob Bruner	B220	2.50	\$ 2,012.50	Research regarding KERP and related sealing issues (1.5); revise proposed sealing motion for the KERP (.7); and communications with Charlotte Savino regarding the same (.3).
01/24/2020	Bob Bruner	B220	0.50	\$ 402.50	Communications with Davis Polk team regarding KERP motion issues. (.1); and analysis of KERP motion and proposed order (.4).
01/24/2020	Julie Goodrich Harrison	B220	0.50	\$ 302.50	File KERP motion and related attachments.
01/25/2020	Bob Bruner	B220	0.10	\$ 80.50	Attention to communications with Epiq and Davis Polk team regarding KERP motion service issues.
01/27/2020	Bob Bruner	B220	0.80	\$ 644.00	Communications with Jim Millerman regarding cm/ecf service issues and Trustee communications regarding the KERP motion (.3); communications with the U.S. Trustee regarding KERP motion (.1); follow-up communications with Jim Millerman regarding the same (.1); and further analysis of the KERP motion (.3).
01/27/2020	Jason L. Boland	B220	0.80	\$ 704.00	Analysis of non-insider retention and incentive plan motion and related declarations (.8).
01/29/2020	Bob Bruner	B220	0.20	\$ 161.00	Attention to communications from the U.S. Trustee regarding information requests related to the KERP

					motion (.1); and communications with Jim Millerman regarding the same (.1).
01/30/2020	Bob Bruner	B220	0.20	\$ 161.00	Multiple communications with Jim Millerman regarding KERP document issues.
01/30/2020	William Greendyke	B220	0.20	\$ 223.00	Receive, review and analyze U.S. Trustee's requests for information, drafts, and documents relative to proposed KERP and Stipulations.
01/30/2020	Jason L. Boland	B220	0.20	\$ 176.00	Emails with H. Duran regarding KERP/KEIP matters and consider same (.2).
01/31/2020	Bob Bruner	B220	1.10	\$ 885.50	Communications with Jim Millerman regarding KERP issues (.4); communications with Hector Duran regarding the same (.1); multiple communications with Davis Polk team regarding confidentiality issues (.4); follow-up communications with Hector Duran regarding call to discuss document requests (.1); and follow-up communications with Jim Millerman regarding the same (.1).
01/31/2020	Jason L. Boland	B220	0.10	\$ 88.00	Follow up emails regarding KERP and KEIP matters.
TOTAL FOR B220			13.80	\$ 11,161.00	

01/02/2020	Bob Bruner	B230	0.10	\$ 80.50	Attention to communications regarding entry of Liberty stipulation.
01/02/2020	Jason L. Boland	B230	0.10	\$ 88.00	Emails regarding Liberty collateral motion (.1).
01/03/2020	Bob Bruner	B230	0.30	\$ 241.50	Attention to communications with Lessor counsel regarding DIP Order (.1); communications with Court's chambers regarding Liberty stipulation (.1); and follow-up communications with Davis Polk team regarding the same (.1).
01/04/2020	Jason L. Boland	B230	0.20	\$ 176.00	Various emails regarding Santander and DIP issues.
01/06/2020	Bob Bruner	B230	0.80	\$ 644.00	Research regarding Rule 2015.3 requirements (.6); and communications with Alvarez & Marsal regarding the same (.2).
01/08/2020	Bob Bruner	B230	0.10	\$ 80.50	Communications with Nate Sokol regarding status of bank accounts and related deadlines (.1).
01/24/2020	Jason L. Boland	B230	0.50	\$ 440.00	Various emails with DPW regarding MOR matters, call to S. Statham regarding same and call with H. Duran regarding same and follow up emails with DPW regarding same (.5).
TOTAL FOR B230			2.10	\$ 1,750.50	

01/08/2020	Bob Bruner	B310	0.50	\$ 402.50	Analysis of proof of claim and related plan documents (.3); communications with Tom Behnke regarding the same (.1); and follow-up communications with Mike Adams regarding the same (.1).
01/13/2020	Bob Bruner	B310	0.40	\$ 322.00	Analysis of local rules regarding default claims bar date (.1); and communications with Dan Meyer regarding bar date issues (.3).
01/13/2020	William Greendyke	B310	0.10	\$ 111.50	Receive and review proofs of claim sent by Columbia Gas of Massachusetts.
01/14/2020	Julie Goodrich Harrison	B310	0.20	\$ 121.00	Communications with Davis Polk team regarding reclamation claims and bar date.
01/14/2020	Bob Bruner	B310	1.60	\$ 1,288.00	Research regarding reclamation claim enforcement (.7); communications with Dan Meyer at Davis Polk regarding reclamation claim objections (.2);

					research regarding bar date date ranges (.6); and communications with Dan Meyer regarding the same (.1).
01/15/2020	Julie Goodrich Harrison	B310	0.10	\$ 60.50	Confer with M. Rerrick and B. Bruner regarding bar date publication.
01/15/2020	Bob Bruner	B310	0.50	\$ 402.50	Communications with Mohini Rerrick regarding bar date motion (.1); and begin analysis of bar date motion (.4).
01/16/2020	Julie Goodrich Harrison	B310	0.20	\$ 121.00	Analysis of bar date motion and confer with B. Bruner regarding same.
01/16/2020	Jason L. Boland	B310	0.20	\$ 176.00	Conference with B. Bruner regarding draft bar date motion and consider same (.2).
01/16/2020	Bob Bruner	B310	2.30	\$ 1,851.50	Review and revise claims bar date motion (2.2); and communications with Davis Polk team regarding the same (.1).
01/17/2020	Julie Goodrich Harrison	B310	0.90	\$ 544.50	Confer with B. Bruner regarding PACA issues(.1); research regarding same (.8).
01/17/2020	Bob Bruner	B310	0.10	\$ 80.50	Communications with Julie Harrison regarding PACA claim issues.
01/21/2020	Bob Bruner	B310	1.00	\$ 805.00	Analysis of PACA claim issues (.6); communications with Julie Harrison regarding the same (.1); communications with Dan Meyer regarding the same (.1); and follow-up communications with Dan Meyer regarding bar date service issues (.2).
01/21/2020	Julie Goodrich Harrison	B310	0.40	\$ 242.00	Analysis of cases regarding PACA claims and related correspondence to B. Bruner.
01/24/2020	Bob Bruner	B310	0.50	\$ 402.50	Further analysis of claims bar date motion (.3); communications with Davis Polk team regarding claim form (.1); and communications with Julie Harrison regarding claim form and motion (.1).
01/27/2020	Bob Bruner	B310	0.70	\$ 563.50	Research regarding PBGC claim issues (.3); analysis of provision for the filing of consolidated claims (.1); analysis of proposed claims bar date order (.1); and communications with Dan Meyer regarding PBGC claim issues (.2).
TOTAL FOR B310			9.70	\$ 7,494.50	